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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

IN RE KLA-TENCOR CORP. SECURITIES
LITIGATION

MASTER FILE NO. C-06-04065 CRB

CLASS ACTION

**~~PROPOSED~~ ORDER RE:
DISTRIBUTION OF CLASS
SETTLEMENT FUND**

THIS DOCUMENT RELATES ONLY TO:

Date: NONE REQUESTED
Time: NONE REQUESTED
Ctm: 8
Honorable Charles R. Breyer

Case No. 06-4065 CRB
Case No. 06-4709 MHP
Case No. 06-5225 WHA

1 WHEREAS, on September 26, 2008, this Court entered a Final Judgment and Order
2 approving the terms of the Stipulation of Settlement dated May 2008 (“Stipulation”), which
3 included a Plan of Allocation;

4 WHEREAS this Court has directed the parties to consummate the terms of the
5 Stipulation and the Plan of Allocation;

6 WHEREAS this Court has retained jurisdiction of the above-captioned action (“Action”)
7 for the purpose of considering any further application or matter which may arise in connection
8 with the administration and execution of the Settlement and the processing of Proofs of Claim
9 (“Proofs of Claim”) and the distribution of the Net Class Settlement Fund, defined below, to the
10 Authorized Claimants.

11 NOW, THEREFORE, upon reading and filing the Declaration of Michael T. Bancroft in
12 Support of Application for Distribution of Class Settlement Funds (“Bancroft Declaration”), the
13 Claims Administrator, and the accompanying memorandum of law, and upon all prior
14 proceedings herein and after due deliberation, it is hereby:

15 **ORDERED** that the administrative determinations of Heffler, Radetich & Saitta L.L.P.
16 (the “Claims Administrator”) accepting the claims as indicated on the computer printout of
17 accepted claims received through and including March 12, 2010, submitted with and attached as
18 Exhibit C to the Bancroft Declaration, be and the same hereby are approved, and said claims are
19 hereby accepted; and it is further

20 **ORDERED** that the administrative determinations of the Claims Administrator rejecting
21 the claims as indicated on the computer printout of rejected claims submitted with and attached
22 as Exhibit D to the Bancroft Declaration be and the same hereby are approved, and said claims
23 are hereby rejected; and it is further

24 **ORDERED** that the Claims Administrator be paid the additional sum of \$637,318.68
25 from the Settlement Fund and the interest accrued thereon for the balance of its fees and
26 expenses incurred and to be incurred in connection with the services performed and to be
27 performed in giving Class Notice, preparing tax returns for the Settlement Fund, processing the
28 Proofs of Claim and administering and distributing the balance of the Settlement Fund and

1 interest accrued thereon after deducting the payments previously allowed and set forth herein
 2 plus any taxes owed ("Net Class Settlement Fund"); and it is further

3 **ORDERED** that, at the direction of Lead Counsel, the balance of the Net Class
 4 Settlement Fund shall be distributed to the eligible claimants listed on the computer printout
 5 submitted with the Bancroft Declaration in proportion to the Recognized Claim allocated to
 6 each such eligible claimant as shown on such printout; and it is further

7 **ORDERED** that, as provided in the Stipulation, if, after distribution of the Net Class
 8 Settlement Fund, there is a balance remaining, which Lead Plaintiffs' Counsel determines is too
 9 small to distribute to the Settlement Class, Lead Plaintiffs' Counsel shall file an application
 10 seeking an order to donate the remaining funds to an appropriate 501(c)(3) charitable
 11 organization selected by Lead Plaintiffs, through their Counsel, and agreed to by KLA; and it is
 12 further

13 **ORDERED** that all persons involved in the review, verification, calculation, tabulation,
 14 or any other aspect of the processing of the claims submitted herein, or otherwise involved in
 15 the administration or taxation of the Settlement Fund or the Net Class Settlement Fund are
 16 released and discharged from any and all claims arising out of such involvement, and all Class
 17 Members, whether or not they are to receive payment from the Net Class Settlement Fund, are
 18 barred from making any further claim against the Net Class Settlement Fund or the released
 19 persons beyond the amount allocated to them pursuant to this Order; and it is further

20 **ORDERED** that no claim received after March 12, 2010 may be accepted for any reason
 21 whatsoever; and it is further

22 **ORDERED** that this Court retain jurisdiction over any further application or matter
 23 which may arise in connection with this Action.

24
 25 Dated: March 31, 2010

